

UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE

In re:

Civil Action No. 1:04-cv-00148-GMS

INACOM CORPORATION, *et al.*,

Debtors.

INACOM CORPORATION, etc.,

Bankr. Case No. 00-02426 (PJW)

Adv. Pro. No. 02-03496 (PJW)

Plaintiff,

v.

TECH DATA CORPORATION,

Defendant and

Third Party Plaintiff,

v.

HEWLETT-PACKARD COMPANY,
COMPAQ COMPUTER CORP.,
ITY CORP., and CUSTOM EDGE, INC.,

Third-Party Defendants.

[PROPOSED] FINAL PRE-TRIAL ORDER

This matter having come on before the court at a pretrial conference held pursuant to Fed.R.Civ.P ("Rule") 16, and Andrew W. Caine of Pachulski, Stang, Ziehl, Young, Jones & Weintraub, 919 Market Street, 17th Floor, Wilmington, Delaware, (302) 652-4100, having appeared as counsel for plaintiff Inacom Corporation, as represented by the duly authorized Plan Administrator ("Plaintiff", "Inacom" or "Debtor"), Charles Tatelbaum and Stephen C. Hunt, of Adorno & Yoss, L.L.P., 350 East Las Olas Blvd., Suite 1700, Ft. Lauderdale, FL 33301, (954) 763-1200 having appeared as counsel for defendant Tech Data Corporation ("Defendant" or

“Tech Data”) and James F. Harker, of Herlihy, Harker & Kavanagh, 1300 North Market Street, Suite 400, Wilmington, Delaware 19899, (302) 654-3111, Local Counsel for Tech Data (“Defendant” or “Tech Data”) (collectively, Plaintiff and Defendant are referred to herein as the “Parties”), the following actions were taken:

I STATEMENT OF THE NATURE OF THE ACTION AND BASIS FOR FEDERAL JURISDICTION.

1. This is an action for avoidance and recovery of alleged preferential transfers under 11 U.S.C. §§ 547 and 550, and the Court has jurisdiction over the parties and claims set forth in this matter pursuant to 28 U.S.C. § 1334(b). Venue is proper pursuant to 28 U.S.C. § 1409. This action is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Jurisdiction and venue are not disputed.

2. This is an adversary proceeding initiated under 11 U.S.C. § 547 against the Defendant for receipt of preferential transfers. The reference of this matter was withdrawn to this Court from the United States Bankruptcy Court for the District of Delaware in September 2004.

II PROCEDURAL POSTURE

3. Plaintiff InaCom Corp. and its related debtors each filed a voluntary petition for relief under chapter 11 of title 11, United States Code (the “Bankruptcy Code”) on June 16, 2000 (the “Petition Date”).

4. Plaintiff filed a Complaint for Avoidance and Recovery of Preferential Transfers (the “Complaint”) on May 20, 2002 against Defendant. Plaintiff filed a First Amended Complaint for Avoidance and Recovery of Preferential Transfers (the “Complaint”) on June 5,

2002 against Defendant. Defendant filed its Answer And Affirmative Defenses on April 9, 2004. No counter-claims have been asserted though Defendant did file a proof of claim in the Debtor's bankruptcy estate.

III STIPULATIONS AND STATEMENTS OF FACT.

5. The following stipulations and statements were submitted and are attached to and made a part of this order:

A. Uncontested Facts

General Background

6. In or about November, 1999, Inacom was in the business of providing of information technology products and technology management services to primarily Fortune 1000 clients. Inacom distributed its products and services through a marketing network of approximately ninety (90) business centers throughout the United States. Inacom was in two basic lines of business; computer hardware and peripherals distribution (the "Distribution Business") and a related technology service and configuration business (the "Service Business"). Through these businesses, Inacom delivered personal computer and related information technology products to businesses together with related support services.

7. Tech Data is a corporation formed under the laws of the State of Florida, with its principal place of business located at 5350 Tech Data Drive, Clearwater, Florida. Tech Data sells computer products and peripherals, as well as a variety of other electronic products.

8. For a period of some years prior to the Petition Date, Inacom purchased product from Tech Data whereby Tech Data would ship product to Inacom on credit.

9. In early December, 1999, Inacom reached an agreement in principle for sale of the assets of the Distribution Business to Compaq Computer Corporation ("Compaq"). On January 4, 2000, Inacom signed an Asset Purchase Agreement (the "APA"), and certain related operational agreements, with Compaq and its acquisition subsidiary ITY Corp., subsequently known as Custom Edge, Inc. (also referred to collectively, as "Compaq").

10. The Asset Purchase transaction closed on February 16, 2000. In general, in exchange for \$369.5 million, Compaq purchased the inventory, supply agreements, customer contracts, leases, furniture, fixtures and equipment of the Distribution Business, and assumed certain related outstanding liabilities. Compaq hired essentially all of the Debtors' employees and management personnel associated with the Distribution Business, and maintained operations from the same business premises.

11. Prior to filing bankruptcy, Inacom attempted to sell the remaining Service Business.

12. On June 16, 2000 (the "Petition Date"), Inacom and a number of related entities (the "Debtors") filed petitions under Chapter 11 of the Bankruptcy Code.

The Parties' Relationship and the Challenged Transfers

13. Within the 90 days prior to the Petition Date (March 17-June 16, 2000), the Debtors made payments to Tech Data in the amount of \$4,608,313.97 (the "Transfers"), which are more specifically described in Exhibit "A" attached hereto at Tab 1. .

14. The Transfers were received by, and conferred a material benefit upon Tech Data.

15. All of the Transfers were made in reference to specific invoices issued to Inacom by Tech Data for its products previously sold, delivered, and accepted by Inacom, which invoices are identified on Tab 2. Tech Data does not stipulate that Inacom was indebted to Tech Data on account of these invoices at the time that the Transfers were made.

16. All of the Transfers were payments from funds on hand in the Debtors' bank accounts.

17. Defendant was the initial transferee of the Transfers.

B. Contested Issues of Fact and Law to be Litigated

The parties' respective Proposed Findings of Fact and Conclusions of Law were filed concurrently with the submission of this Pretrial Order. To the extent not otherwise stipulated in this Pretrial Order, all proposed findings of fact and conclusions of law are contested. The ultimate issues in dispute are as follows:

- Inacom Contends:
 - a. Debtors were insolvent at all relevant times during the preference period, and Defendant cannot rebut the presumption of insolvency provided in 547(f);
 - b. All of the Transfers were made to Defendant for its benefit as a creditor of the Debtors, on account of antecedent debt owing from the Debtors to Defendant;
 - c. The Transfers enabled Defendant to receive more than it would if the case were under chapter 7, the Transfers had not been made,

and Defendant received payment of the outstanding debt to the extent provided by the Bankruptcy Code;

- d. Defendant did not give subsequent new value to the Debtors' pursuant to Bankruptcy Code Section 547(c)(4); and
- e. The relief requested in the Complaint should not be denied, in whole or in part, based upon any other defense;
- f. Neither Defendant nor any other party was an intended third party beneficiary to the APA, which specifically provides as such;
- g. None of the invoices paid by the Transfers were assumed in the APA, of which Defendant was clearly and expressly aware in correspondence that it authored;
- h. There was never any writing between Inacom, Defendant and Compaq relieving Inacom of responsibility to satisfy outstanding invoices to Defendant;
- i. With respect to additional factual and legal contentions, Plaintiff refers to its Proposed Findings of Fact and Conclusions of Law, filed concurrently herewith.

- Tech Data Contends:

- a. The Transfers were not made to or for the benefit of a creditor, within the meaning of Section 547(b)(1) of the Bankruptcy Code;

- b. The Transfers were not made for or on account of an antecedent debt owed by the transferor debtor before such transfers were made, within the meaning of Section 547(b)(2) of the Bankruptcy Code;
- c. The Transfers were not made while the transferor debtor was insolvent, within the meaning of Section 547(b)(3) of the Bankruptcy Code;
- d. The relief requested in the Complaint should be denied, in whole or in part, because the Transfers did not enable Tech Data to receive more than it would have received if the case were a chapter 7 case, if the Transfers had not been made, and if Tech Data received payment of such debt to the extent provided by the Bankruptcy Code;
- e. Inacom is not entitled to the recovery of any alleged Transfers pursuant to Section 550 of the Bankruptcy Code;
- f. Tech Data was a direct, intended third party beneficiary of the APA. If Tech Data was not an intended third party beneficiary of the APA, it was an implied third party beneficiary of the APA;
- g. The APA was, among other things, a contract for the sale of goods, within the meaning of Article 2 of the Uniform Commercial Code;
- h. The APA selected New York law as the applicable law for the APA;

- i. The APA satisfies the requirements of the statute of frauds under applicable law, including New York law;
- j. The APA satisfies the requirements of the parol evidence rule under applicable law, including New York law, to bar the use of external evidence in interpretation of the contract;
- k. The Francis Letter relates back to the APA and confirms that HP had assumed Inacom's account payable obligations to Tech Data, and also acts as an independent contract between HP and Tech Data;
- l. Tech Data has satisfied its burden of rebutting the presumption of insolvency, and shifted the burden of proof on insolvency to Inacom, which Inacom cannot prove;
- m. Inacom is incapable of establishing a prima facie case for Tech Data's liability under Section 547(b) of the Bankruptcy Code;
- n. Inacom is not entitled to recover damages from Tech Data pursuant to Section 547 of the Bankruptcy Code, nor is it entitled to recover damages pursuant to any other legal or equitable theory;
- o. With respect to additional factual and legal contentions, Tech Data respectfully refers the Court to its Proposed Findings of Fact and Conclusions of Law, filed concurrently herewith.

IV WAIVER OF CLAIMS AND DEFENSES

- 18. Inacom does not waive any claims.

19. Tech Data hereby waives the defenses previously stated as its First Affirmative Defense (contemporaneous exchange for new value), Second Affirmative Defense (subsequent new value), Third Affirmative Defense (ordinary course of business), Fourth Affirmative Defense (no dividend to creditors), Eighth Affirmative Defense (reasonably equivalent value), and Twelfth Affirmative Defense (standing), but expressly reserves the remaining Affirmative Defenses set forth in its Answer. Tech Data conditionally waives its Sixth Affirmative Defense (limitations), but only insofar as that applies affirmative defense applies to Inacom's Complaint for damages under Section 547 of the Bankruptcy Code, and preserves the defense for all other purposes.

20. Tech Data does not waive any of its claims against third party defendant HP.

V EXHIBITS

21. Attached hereto at Tab 2 and Tab 3 are the schedules, submitted by Plaintiff and Defendant, respectively, of all exhibits (except for rebuttal exhibits), including documents, summaries, charts and other items expected to be offered in evidence and any demonstrative evidence to be offered during trial, along with corresponding statements of any objections to the authenticity thereof.

VI POTENTIAL WITNESSES

22. Attached hereto at Tab 4 and Tab 5 are lists submitted by Plaintiff and Defendant, respectively, of the names of the potential witnesses to be called by each party, with a corresponding statement of any objections to calling, or to the qualifications of, any witness identified on the other party's list.

VII EXPERT WITNESSES

23. As this matter is not proceeding as a jury trial, the parties have not attached agreed statements setting forth the qualifications of their expert witnesses in a form that may be read to the jury at the time that the expert witness takes the stand. Attached hereto at Tabs 6 and 7 are lists submitted by Plaintiff and Defendant, respectively, of the names of the potential expert witnesses to be called by each party, with a corresponding statement of any objections to calling, or to the qualifications of, any witness identified on the other party's list. Tech Data will be providing concurrently herewith a statement regarding its expert witnesses in a form that may be read to the jury, to which Inacom has not given its agreement.

VIII DEPOSITIONS TO BE READ INTO EVIDENCE

24. Attached hereto at Tab 8 and Tab 9 are lists submitted by Plaintiff and Defendant, respectively, of all depositions, or portions thereof, (except those used for impeachment or rebuttal), which the parties reserve the right to read into evidence, and corresponding statements of objection thereto.

IX ITEMIZED STATEMENT OF SPECIAL DAMAGES

25. Plaintiff seeks the avoidance and recovery of the payments listed on Exhibit "A" attached at Tab 1. Plaintiff seeks prejudgment interest from the date of the filing of the Complaint.

X JURY/NON-JURY TRIAL – FINDINGS AND CONCLUSIONS

26. This action has been and is set for a bench trial. Lexmark Data filed a Motion For The Court To Order A Trial By Jury (the "Motion"), to which Tech Data joined, and to which Plaintiff filed opposition. Lexmark's Motion is currently pending on the Court's

docket. Since the action currently sits as a non-jury trial, each party shall separately file proposed Findings of Fact and Conclusions of Law concurrently with the submission of this Pretrial Order. Defendant intends to submit currently with this Pre-trial Order its proposed trial brief, jury instructions and verdict form.

XI HISTORY AND STATUS OF SETTLEMENT NEGOTIATIONS

27. The parties have met and conferred in good faith in an attempt to settle the action prior to the submission of the Joint Pre-Trial Order. On July 12 and 13, 2005, the Parties engaged in a mediation before the Hon. Roger Whelan (U.S.B.C. – Ret.), but could not reach an agreed resolution. The possibility of settlement of this case has, and continues to be discussed between the parties.

XII COMPLETION OF DISCOVERY

28. Inacom has agreed to allow further limited depositions of Laz Krikorian (Inacom's former Controller) and Thomas Fitzpatrick (Inacom's former CFO) on September 14 and 15, 2005. Discovery has otherwise been completed, including the depositions of expert witnesses. Absent good cause shown, no further discovery shall be permitted.

XIII MOTIONS IN LIMINE

29. A list of any motions *in limine* filed by the Parties concurrent with the submission of this Pretrial Order are attached at Tab 10 and Tab 11, respectively.

XIV TYPE AND LENGTH OF TRIAL

30. Depending on the outcome of rulings on pending motions and motions *in limine*, as well as the number of witnesses called to testify, the trial could take 2-5 days.

31. Also pending before this Court are three related, additional preference actions brought by, or on behalf of, Inacom: Civil Case No. 04-CV-593 (GMS), against Ingram Entertainment, Inc. ("Ingram"); Civil Case No. 04-CV-583 (GMS), against Lexmark International, Inc. ("Lexmark"); and Civil Case No. 04-CV-582 (GMS), against Dell Computer Corporation. ("Dell"). These three cases, as well as the instant case, are set for pre-trial conference before the Court on September 19, 2005 and for trial on the merits on October 17, 2005.

32. On May 10, 2005, Lexmark, Dell, Ingram, and Tech Data filed a Joint Motion for the Court to Consolidate for Trial ("Motion to Consolidate"), moving the Court to consolidate the four cases for trial. On May 20, 2005, Inacom filed a response to the Motion to Consolidate, indicating that it did not oppose a joint evidentiary hearing on the issue of solvency. In addition to seeking consolidation of the actions, Dell, Lexmark and Ingram have filed Motions Requesting a Jury Trial. Tech Data filed a separate joinder to the Motions Requesting a Jury Trial. The Motion to Consolidate and the Defendants' requests for jury trial are pending.

XV CONTROLLING EFFECT OF PRETRIAL ORDER

This Order will control the course of the trial and may not be amended except by consent of the Parties and the Court, or by order of the Court to prevent manifest injustice.

Date: _____

The Honorable Gregory M. Sleet
United States District Judge

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**Counsel for Defendant,
Tech Data Corporation**

TAB 1

LIST OF TRANSFERSEXHIBIT AINACOM/TECH DATA 'S LIST OF TRANSFERS

<u>Pmt Date</u>	<u>Pmt Clrd</u>	<u>Pmt Amt</u>	<u>Pmt No.</u>
3/27/00	4/3/00	\$8,060.31	686205
3/28/00	4/4/00	\$380.26	686352
3/29/00	4/4/00	\$1,955.80	686742
3/30/00	4/10/00	\$204.76	687052
4/3/00	4/11/00	\$197.94	687601
4/4/00	4/13/00	\$874.96	687798
4/6/00	4/17/00	\$696.41	688240
4/10/00	4/17/00	\$520.68	688659
4/11/00	4/21/00	\$532.23	688915
4/12/00	4/18/00	\$529.35	689163
4/19/00	4/25/00	\$750.00	690276
4/21/00	4/28/00	\$1,322.09	690832
4/28/00	5/5/00	\$1,275.00	692129
2/3/00	3/22/00	\$1,026,316.45	708391
2/8/00	3/24/00	\$1,334,959.01	709697
2/10/00	3/30/00	\$2,194,094.75	710575
3/1/00	3/20/00	\$26,762.00	713908
3/15/00	3/27/00	\$1,300.00	716417
3/22/00	4/7/00	\$1,850.00	717552
4/26/00	5/4/00	\$5,423.17	722237
5/10/00	5/18/00	\$308.80	723342
	TOTAL	\$4,608,313.97	

TAB 2

LIST OF INVOICES REFERENCED IN TRANSFERS

TAB 3

INACOM'S EXHIBITS

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
a.	June 5, 2002	First Amended Complaint for Avoidance and Recovery of Preferential Transfers	
b.	April 9, 2004	Defendant Tech Data, Corporation's Answer and Affirmative Defenses In Response To The Plaintiff Inacom Corporation's First Amended Complaint, And Third Party Complaint	
c.	February 3, 2000	Check #708391 for \$1,026,316.45	Irrelevant, cumulative evidence, FRE 402, 403
d.	February 8, 2000	Check #709697 for \$1,334,959.01	Irrelevant, cumulative evidence, FRE 402, 403
e.	February 10, 2000	Check #710575 for \$2,194,094.75	Irrelevant, cumulative evidence, FRE 402, 403
f.	March 1, 2000	Check #713908 for \$26,762.00	Irrelevant, cumulative evidence, FRE 402, 403
g.	March 15, 2000	Check #716417 for \$1,300.00	Irrelevant, cumulative evidence, FRE 402, 403
h.	March 22, 2000	Check #717552 for \$1,850.00	Irrelevant, cumulative evidence, FRE 402, 403
i.	March 27, 2000	Check #686205 for \$8,060.31	Irrelevant, cumulative evidence, FRE 402, 403

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
j.	March 28, 2000	Check #686352 for \$380.26	Irrelevant, cumulative evidence, FRE 402, 403
k.	March 29, 2000	Check #686742 for \$1,955.80	Irrelevant, cumulative evidence, FRE 402, 403
l.	March 30, 2000	Check #687052 for \$204.76	Irrelevant, cumulative evidence, FRE 402, 403
m.	April 3, 2000	Check #687601 for \$197.94	Irrelevant, cumulative evidence, FRE 402, 403
n.	April 4, 2000	Check #687798 for \$874.96	Irrelevant, cumulative evidence, FRE 402, 403
o.	April 6, 2000	Check #688240 for \$696.41	Irrelevant, cumulative evidence, FRE 402, 403
p.	April 10, 2000	Check #688659 for \$520.68	Irrelevant, cumulative evidence, FRE 402, 403
q.	April 11, 2000	Check #688915 for \$532.23	Irrelevant, cumulative evidence, FRE 402, 403
r.	April 12, 2000	Check #689163 for \$529.35	Irrelevant, cumulative evidence, FRE 402, 403
s.	April 19, 2000	Check #690276 for \$750.00	Irrelevant, cumulative evidence, FRE 402, 403

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
t.	April 21, 2000	Check #690832 for \$1,322.09	Irrelevant, cumulative evidence, FRE 402, 403
u.	April 26, 2000	Check #722237 for \$5,423.17	Irrelevant, cumulative evidence, FRE 402, 403
v.	April 28, 2000	Check #692129 for \$1,275.00	Irrelevant, cumulative evidence, FRE 402, 403
w.	May 10, 2000	Check #723342 for \$308.80	Irrelevant, cumulative evidence, FRE 402, 403
x.	February 8, 2000 through May 10, 2000	Tech Data Payment Invoice Application	Irrelevant, cumulative evidence, FRE 402, 403
y.	February 2000	Telephone log entry of Michael Ward	
z.	February 9, 2000, correspondence	Tech Data letterhead	
aa.	February 2000	Redacted February 9, 2000 correspondence	
bb.	February 11, 2000	Transmittal from D Guenther to M. Ward	
cc.	November 18, 2004	M Ward AR Note Management(Exhibit #1 to Deposition of M Ward)	
dd.	June 27, 2000	Tech Data Proof of Claim	
ee.	February 11, 2000	Dave Guenther to Michael Ward	
ff.	February 16, 2000	Nancy Pearson letter	

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
gg.		Demonstrative-Chart of payments to major vendors	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403
hh.		Bridge demonstrative charts/graphs	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403
ii.		Demonstrative-OCB charts & graphs for Ingram	Irrelevant, cumulative evidence, FRE 402, 403
jj.	May 10, 2000	Treasury Released Checks by Date	Hearsay. FRE 802. Authenticity. FRE 901.
kk.		Liquidation analysis (Exhibit H to Disclosure Statement)	Hearsay. FRE 802.
ll.		Updated liquidation analysis from Gilmour	Hearsay. FRE 802. Authenticity, FRE 901.

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
mm.		Demonstrative- make-up of outstanding unsecured creditors	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403.
nn.	April 27, 2000	Bank presentation	
oo.	May, 2000	Blackstone Confidential Information Memorandum	Hearsay. FRE 802. Authenticity, FRE 901.
pp.	February 28, 2000-July 25, 2000	Inacom Board of Directors Minutes	
qq.	May 24, 2000	E-mail from Al Karsnia to Ben Wells	Hearsay. FRE 802. Authenticity, FRE 901.
rr.		Compaq/CTY Asset Purchase Agreement	
ss.	March 15, 2000	Accounts Payable Schedule as of 2/12/00 and attached AP register	
tt.	February 16, 2000	Compaq Computer Corp Revolving Credit Facility Commitment Letter	
uu.		Services, Supply and Sales Agreement	
vv.		Separation and Sharing Agreement	
ww.		Service Level Agreement	
xx.	February 16, 2000	Intercreditor Agreement among Deutsche Bank, Compaq and IBM Credit	
yy.		3 rd Amendment/Waiver among Inacom, Banks, IBM Credit	

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
zz.		4 th Amendment/Waiver among Inacom, Banks, IBM Credit	
aaa.		5 th Amendment/Waiver among Inacom, Banks, IBM Credit	
bbb.		6 th Amendment/Waiver among Inacom, Banks, IBM Credit	
ccc.	March 24, 2000	Oshlo memo to Fitzpatrick re accessing Compaq credit facility	Irrelevant, FRE 402, Hearsay. FRE 802. Authenticity, FRE 901.
ddd.	April 4, 2000	Oshlo memo to Fitzpatrick re status of held checks and revolver	Irrelevant, FRE 402, Hearsay. FRE 802. Authenticity, FRE 901.
eee.	April 27, 2000	Anderson/Wavro letter to Fitzpatrick re collections on receivables owned by Compaq	Irrelevant, FRE 402, Hearsay. FRE 802. Authenticity, FRE 901.
fff.	April 28, 2000	Notice of Borrowing from Inacom to Deutsche Bank	
ggg.	May 16, 2000	Wavro letter to Fitzpatrick waiving a portion of the Compaq commitment letter	Irrelevant, cumulative evidence, FRE 402, 403, Hearsay. FRE 802. Authenticity, FRE 901.
hhh.	May 26, 2000	Letter from Wood and Cheever to Anderson re misdirected funds	Hearsay. FRE 802. Authenticity, FRE 901.
iii.		Debtors' Disclosure Statement	Irrelevant, cumulative evidence, FRE 402, 403, Hearsay, FRE 802

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
jjj.	March 14, 2000	Gagliardi e-mail to Winkler complaining about no incremental service revenue	Hearsay. FRE 802. Authenticity, FRE 901.
kkk.		Complaint-Custom Edge v. Inacom, etal	
lll.	April 18, 2000	Hansen e-mail to Oshlo et al re split of AR receipts	Hearsay. FRE 802. Authenticity, FRE 901.
mmm.	May 17, 2000	Inacom press release	
nnn.	May 17, 2000	Moody's press release	
ooo.	May 9, 2000	Fax to Gagliardi from Robert M. Wood, Jr. Leverage Finance Group	Hearsay. FRE 802. Authenticity, FRE 901.
ppp.		Demonstrative-supporting Fitz narrative	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403
qqq.		First Amendment to Asset Purchase Agreement	

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
rrr.	June 2, 2000	Asset Purchase Agreement (unexecuted) by and between Compucom and Marlin	Document is not sufficiently identified to permit inspection and objection. Failure to disclose. FRCP 26, 33, 34 & 37(c); FRE 403, Hearsay. FRE 802. Authenticity. FRE 901.
sss.	June 19, 2000	Affidavit of Thomas J. Fitzpatrick in Support of First Day Orders	
ttt.	February 3, 2000	Summary Act vs. Bud	Document is not sufficiently identified to permit inspection and objection. Failure to disclose. FRCP 26, 33, 34 & 37(c); FRE 403, Hearsay. FRE 802. Authenticity. FRE 901.
uuu.	March 27, 2000	Inacom Press release	
vvv.	May 2000	Blackstone Project Adams Debtor in Possession Model report	Document is not sufficiently identified to permit inspection and objection. FRCP 26, 33, 34 & 37(c); FRE 403, Hearsay. FRE 802. Authenticity. FRE 901.

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
www.	March 24, 2000	A/P Weekly Balancing to A/P Aging Report	Hearsay. FRE 802. Authenticity. FRE 901.
xxx.	January 1, 2000	Jay Samuelson e-mail to Chris Anderson	Hearsay. FRE 802. Authenticity, FRE 901.
yyy.	May 27, 2000	Kevin Edwards e-mail to Mike Hall	Hearsay. FRE 802. Authenticity, FRE 901.
zzz.	April 28, 2000	Paul Hatfield memorandum to mailing list	Hearsay. FRE 802. Authenticity, FRE 901.
aaaa.	December 9, 1999	Roberta Conklin email re Inacom Update	Hearsay. FRE 802. Authenticity, FRE 901.
bbbb.	April 26, 2000	Minutes of Inacom Board of Directors Meeting	
cccc.	June 14, 2000	Bill Wavro letter to Fitzpatrick and attached statement	Hearsay. FRE 802.
dddd.		Tom Molchan Memo to Board re materials for 6/1/00 meeting	Hearsay. FRE 802. Authenticity, FRE 901.
eeee.	February 16, 2000	Davis Polk & Wardwell memo re Funds Flow for Compaq-Inacom closing	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403. Hearsay. FRE 802.

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
ffff.	May 2000	Blackstone Project Addams Reorganization Model	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403. Hearsay. FRE 802.
gggg.		Blackstone Group Jan Actual-April Actual	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403. Hearsay. FRE 802.
hhhh.		Blackstone Group Q2-Q3 Consolidated Summary and backup	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403. Hearsay. FRE 802.

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
iiii.	April 19, 2005	Bridge Associates Expert Report	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403
jjjj.	April 29, 2005	Weiser LLP expert report	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403
kkkk.	May 27, 2005	Bridge Associates Rebuttal Expert Report	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
llll.		Murray Devine expert report	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702 Irrelevant, cumulative evidence, FRE 402, 403
mmmm.		First Set of Interrogatories propounded by Plaintiff	
nnnn.		Responses to First Set of Interrogatories propounded by Plaintiff	
oooo.		Plaintiff's Initial Disclosures pursuant to Fed. R. Bankr. P. 7026(a)(1)	
pppp.		Defendant's Initial Disclosures pursuant to Fed. R. Bankr. P. 7026(a)(1)	
qqqq.		First Set of Request for Production of Documents propounded by Plaintiff	
rrrr.		Response to Plaintiff's First Set of Request for Production of Documents	
ssss.		Documents produced by Defendant	
tttt.	3/21/00	email from Mike Ward to Mike Zava (Bates # 3371)	
uuuu.		Defendant's Second Request for Production of Documents	
vvvv.	3/20/00	email from Mike Ward to Mike Zava (Bates # 3372)	
wwwv.	2/18/00	email from Mike Ward to Mike Zava (Bates # 3380)	
xxxx.	3/7/00	email from Mike Ward to Mike Zava (Bates # 3373-3374)	

EXHIBIT #	DATE	TRIAL EXHIBIT DESCRIPTION	OBJECTION TO ADMISSION/ FRE #
yyyy.	2/28/00	email from Mike Ward to Mike Zava (Bates # 3378)	
zzzz.	3/24/00	email from Mike Ward to Mike Zava (Bates # 3379)	
aaaaa.	2/18/00	email from Mike Ward to Mike Zava (Bates # 3381)	
bbbbb.	2/18/00	email from Mike Ward to Mike Zava (Bates # 3382)	
ccccc.	2/8/00	email from Mike Ward to Mike Zava (Bates # 3385)	
dddd.		AR Notes(Exhibit 4 to Deposition of M. Zava)	

TAB 4
DEFENDANT'S EXHIBIT LIST

Id. #	Doc. Date	Description	Reference	Objection
D-1	00/00/0000	Collection of Invoices from Dell to InaCom	Horton 3	Irrelevant. F.R.E. 401, 402
D-2		Deleted		
D-3	00/00/0000	Disc containing all Dell Invoices		Irrelevant. F.R.E. 401, 402
D-4	00/00/0000	Disc containing sample of Purchase Orders		Irrelevant. F.R.E. 401, 402
D-5	00/00/0000	Inacom Fiscal Year 2000 Projections	000252 Willetts 2	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-6	00/00/0000	Inacom Revenue Projections	016402 Willetts 3	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-7	00/00/0000	Proposed Relationship between DB Groups and Compaq's Covenants	DE 003393 Wood 7	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-8	00/00/0000	IBM Floor Plan Side Letter	01132-01139	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-9	00/00/0000	Consent to Use of Name (ITY)	01463	
D-10		Deleted		
D-11		Deleted		
D-12		Deleted		
D-13	00/00/0000	Agenda <i>May be limited offer or used for impeachment/rebuttal</i>	DB 013680 - 013681	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-14	00/00/0000	Business Record Affidavit of Deutsche Bank, AG New York Branch		
D-15	00/00/0000	Deleted		
D-16	00/00/0000	Redacted Arthur Anderson document	FTI 001054 - 001073	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-17	00/00/0000	Income Approach	HL 00111- 00113	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-18	00/00/0000	Inacom Corp. Assumptions and Covenants [sic],	HL 00132 - 136	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402

Id. #	Doc. Date	Description	Reference	Objection
D-19	00/00/0000	Inacom Projected Financial Statements SG&A Recap	HL 00193	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-20	00/00/0000	Deleted		
D-21	00/00/0000	Outsourcing/Agency Agreement between InaCom and Compaq		Irrelevant F.R.E. 411, 402
D-22		Kevin Edwards email to Mike Baker, et al, subject: "Italy A/R Findings" and attachment	CPQ 2848 - 2849	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-23	08/10/1994	Remarketer/Integrator Agreement (Vanstar)		Irrelevant. F.R.E. 401, 402
D-24		Remarketer/Integrator Agreement (Inacom)		Irrelevant. F.R.E. 401, 402
D-25	01/01/1998	Inacom Corp. Audit Difference Analysis	00591	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-26	12/26/1998	10K for fiscal year end December 26, 1998		Irrelevant. F.R.E. 401, 402
D-27	04/09/1999	Credit Agreement among Various Lending Institutions, IBM Credit Corp., Banque Nationale De Paris, and Deutsche Bank, AG, New York Branch	HL00506 – HL00782 Wood 1	Authenticity F.R.E. 901; Hearsay F.R.E. 802. Irrelevant F.R.E. 401, 402
D-28		Deleted		
D-29	06/30/1999	Technology Research Report InaCom (ICO)	HL01785 – HL01791	Irrelevant F.R.E. 401, 402
D-30	07/01/1999	A.G. Edwards Article - InaCom	HL01819 – HL01828	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-31		Deleted		
D-32	07/25/1999	Attachment F Collateral Management Report	DB 014064 Oshlo 11	Authenticity F.R.E. 901; Irrelevant F.R.E. 401, 402
D-33	09/01/1999	Inacom Corp 10Q for September 1999		
D-34		Deleted		
D-35	12/14/1999	"Inacom Restructures Operations to Drive Growth in eBusiness Infrastructure Management"	HL01153 – HL01156 Gagliardi 8	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-36	12/17/1999	Inacom Bank Presentation	DB 008792 - 008833	

Id. #	Doc. Date	Description	Reference	Objection
D-37	12/28/1999	News Article – Inacom Plans to Restructure to Survive	Gagliardi 1	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-38	12/28/1999	Inacom Compaq Presentation	DE 002285 - 002301	
D-39	12/29/1999	Houlihan Lokey Howard & Zukin engagement letter, associated materials, report and presentation	HL 0000 – 00248	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-40		1999 Monthly Financial Statements	ICN 07601 07647	
D-41	12/31/1999	Inacom and Subsidiaries – Condensed and Consolidated Statement of Income – Restated 1996-1999	ICN 00870	
D-42	12/31/1999	Inacom and Subsidiaries – Condensed and Consolidated Margin Analysis – Restated 1996 -1999	ICN 00871	
D-43	12/31/1999	Inacom and Subsidiaries – Comparative Consolidated Statement of Income 1996 -1999	ICN 05390	
D-44	12/31/1999	Inacom and Subsidiaries – Comparative Consolidated Margin Analysis –1996 -1999	ICN 05391	
D-45	01/01/2000	Inacom Corp. Projected Financial Statements – Scenario: Base Case	HL00133- HL00135 HL00170 Dugan 4 Samuelson 7	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-46		Deleted		
D-47		2000 Monthly Income Statements	ICN 07578 - 07600	
D-48	01/01/2000	2000 Calendar & Holiday Schedule		Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-49	01/02/2000	Inacom Compaq Presentation	DE 009906 - 009923	
D-50	01/03/2000	Memorandum to T. Gahan from J. Stuart re Inacom Amendment for Compaq Purchase of Assets	DE 003219 – 003220 Wood 5	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-51	01/04/2000	8-K January 4, 2000	2363 - 2424	

Id. #	Doc. Date	Description	Reference	Objection
D-52	01/04/2000	Third Amendment and Waiver	DB 014995 - 015021 00953 – 00974 Fitzpatrick 14 Oshlo 2 Samuelson 1 Wood 2	
D-53	01/04/2000	Asset Purchase Agreement	00674-00737 Fitzpatrick 20	Incompleteness of writing. F.R.E. 901, 1001. Motion in limine.
D-54	01/04/2000	Goldman Sachs Project Rodeo	016354 - 016378 0000095 – 000120 Willetts 1	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-55	01/04/2000	InaCom Corp. Executive Officer's Certificate relating to the 01/04/00 Asset Purchase Agreement	01335	
D-56		Deleted		
D-57	01/19/2000	Houlihan Lokey Handwritten Notes of Conferences 02/01/2000 02/11/1999	HL00264 HL00269 HL00328 – HL00329 Fitzpatrick 23	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-58	01/19/2000	Houlihan Lokey - Handwritten Notes of Conferences	HL 00264 - 00336	Authenticity F.R.E. 901; Irrelevant. F.R.E. 401, 402
D-59	01/20/2000	Inacom Credit Report	DE 010301 - 010308	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-60	02/01/2000	Inacom Corp. Officer's Certificate w/Ex. A – 'complete and accurate copy of the Pro Forma Financial Statements of the Company.	01337 – 01344 Gagliardi 6 Krikorian 11	
D-61		Deleted		
D-62	02/10/2000	Release of Liens (Deutsche Bank to InaCom)	00998	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-63	02/14/2000	White and Case fax and comments of Commitment Letter and Term Sheet	DB 009957 - 009968	Irrelevant. F.R.E. 401, 402. Motion in Limine.

Id. #	Doc. Date	Description	Reference	Objection
D-64	02/14/2000	Form 10-K for P/E 12/25/99	00128 – 00133 Fitzpatrick 22	Incomplete document. F.R.E. 1001; Irrelevant F.R.E. 401, 402
D-65	02/15/2000	Fourth Amendment and Waiver	DB 009947 - 009956 00976 – 00993 Fitzpatrick 15 Gagliardi 10 Oshlo 5 Samuelson 2 Wood 3	
D-66	02/15/2000	\$55.5 Million Dollar Revolving Credit Facility Commitment Letter by Compaq	01067 – 01110 Fitzpatrick 18 Wells 10	
D-67		Deleted		
D-68		Deleted		
D-69	02/16/2000	Form 8-K	00134 – 00204 Oshlo 3 Samuelson 8 Wells 9	
D-70		Deleted		
D-71	02/15/2000	E-mail to W. Caswell from R. Wood w/handwritten notes re Proposal re Compaq Covenants	DB 009944 – 009946 Wood 8	Irrelevant. F.R.E. 401, 402. Motion in Limine.
D-72		Deleted		
D-73	02/15/2000	Correspondence from Deutsche Financial Services to C. Mayer Re: Payoff Letter – InaCom Corp.	01112 – 01113	Irrelevant. F.R.E. 401, 402
D-74	02/15/2000	Bill of Sale – InaCom & ITY	01443-01456	
D-75	02/15/2000	Memo From Deutsche Bank to Inacom Bank Group Subject: 2/15/00 Conference Call with attachments	DE 002353 – 02364	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-76		Deleted		
D-77	02/16/2000	Services, Supply and Sales Agreement between Compaq and InaCom w/Ex. 1: Procurement Services; Ex. 2: Fee Schedule; and Ex. 3 Rules of Engagement for Field Purpose, Appendix – List of Accounts; Ex. 4 Operating Agreements	CA1-CA18 00817-00834 00753* Dugan 5 Fitzpatrick 16 Kerkman 1 Samuelson 9 Wells 8	

Id. #	Doc. Date	Description	Reference	Objection
D-78	02/16/2000	Separation and Sharing Agreement between Compaq and InaCom w/Ex. 1 Compaq/Inacom Inventories; Ex. 2 Shared Services – Field Finance Ops	00873-00943 Dugan 6 Oshlo 18 Samuelson 10	
D-79	02/16/2000	Service Level Agreement with Compaq Computer Corporation	00836 – 00871 Fitzpatrick 17	
D-80	02/16/2000	HL Opinion Letter	HL00038 – HL00041	Irrelevant. F.R.E. 401, 402
D-81		Deleted		
D-82	02/16/2000	Funds Flow re Compaq-Inacom Closing	01429-01433 Gagliardi 11 Oshlo 6	Irrelevant. F.R.E. 401, 402
D-83	02/16/2000	Intercreditor Agreement	Oshlo 17	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-84	02/16/2000	First Amendment to Asset Purchase Agreement	IN 00013 - 00015	
D-85	02/16/2000	Fifth Amendment and Waiver to Agreement for Inventory Financing	01123 – 01130	
D-86		Deleted		
D-87	02/16/2000	Willkie Farr & Gallagher Letter to BOD InaCom Corp. and Compaq Re: Asset Purchase Agreement dated 01/04/00	01310-01316	Attorney-client privilege
D-88	02/16/2000	Richards, Layton & Finger Letter to BOD InaCom Corp. and Compaq	01318-01328	Attorney-client privilege
D-89	02/16/2000	Assignment and Assumption Agreement between Inacom and Compaq	01330-01333	Irrelevant. F.R.E. 401, 402
D-90	02/16/2000	InaCom Corp. Secretary's Certificate w/Ex. A, By-Laws of InaCom Corp. and Ex. B BOD Meeting of 01/04/00	01346-01358	
D-91	02/16/2000	ITY Corp. Executive Officer's Certificate	01360	
D-92	02/16/2000	ITY Corp. Secretary's Certificate w/Ex.A Bylaws of ITY Corp. and Ex. B ITY Corp. Consent in Lieu of Meeting of the BOD and Asset Purchase Agreement	01362-01375 01376-01427	
D-93	02/16/2000	Transfer Agreement between InaCom and ITY	01439-01441	

Id. #	Doc. Date	Description	Reference	Objection
D-94		Inacom News -- Memo from Gagliardi to Inacom Team Re: Compaq Transaction Close	Inacom 03752	
D-95		Deleted		
D-96		Deleted		
D-97		Deleted		
D-98		Deleted		
D-99	02/26/2000	Inacom Borrowing Base Certificate	DB 014103 - 014106 Inacom 000160 -- 000163 Oshlo 4 Wood 9	
D-100	02/26/2000	Schedule A-2 Borrowing Base Inventory Period Ending 02/26/00	ICN 16564	
D-101	02/20/2000	Board of Directors Meeting Agenda	ICN 01613 - 01637	
D-102	02/28/2000	Inacom Board of Directors Minutes of Meetings 02/28/2000 102A - 03/17/00 102B - 03/22/00 <i>The following exhibits may be limited offer for impeachment/ rebuttal.</i> 102C - 04/26/00 102D - 05/01/00 102E - 05/15/00 102F - 05/22/00 102G - 06/01/00 102H - 06/06/00 102I - 06/08/00 102J - 06/15/00 102K - 06/23/00 102L - 07/06/00 102M - 07/25/00	ICN 19506 -- 19511	
D-103	02/28/2000	Minutes of Meeting of the Inacom Corp. Board of Directors	ICN 19549 -- 19555 Gagliardi 9	
D-104	03/02/2000	8K	00134 and 00204	Irrelevant. F.R.E. 401, 402

Id. #	Doc. Date	Description	Reference	Objection
D-105	03/09/2000	Inacom's 1998/99 Performance <i>May be limited offer or used for impeachment/rebuttal</i>	DE 012444 – 012454 Wood 6	Authenticity F.R.E. 901; Incompleteness of document F.R.E. 1001; Irrelevant F.R.E. 401, 402
D-106	03/10/2000	Letter re Invoice payment due	HL00009-10 Fitzpatrick 19	Irrelevant. F.R.E. 401, 402
D-107	03/14/2000	John Dugan email to Galen Meysenburg and attachments	INACOM 033898 - 33900	Authenticity F.R.E. 901; Irrelevant F.R.E. 401, 402
D-108	03/17/2000	Inacom News – Memo from Gagliardi to Inacom Team Re: Announcement from G. Gagliardi	Inacom 037534 – 037537	
D-109	03/24/2000	Memo to Tom from Dick re Accessing Compaq Revolving Credit Facility	014001 – 014002; ICN 14296 – 14297 Oshlo15	
D-110	03/24/2000	Press Release: <i>Inacom to Restate Prior Periods for Previously Announced Special Charges</i>	DB 008602	
D-111	03/25/2000	Inacom Corp and Subsidiaries Financial Statements	ICN 00479 - 00483 Dugan 1 Samuelson 4	
D-112	03/25/2000	Inacom Corp and Subsidiaries Condensed and Consolidated Balance Sheet (Unaudited) 03/00, March Detail, and Inacom Corp and Subsidiaries Condensed and Consolidated Balance Sheet (Unaudited) 03/25/99)	00380 – 00382 (Second Page different than ICN Bates docs)	
D-113	03/25/2000	Borrowing Base/Non-Default Certificate	DE 001835 – 001838 Oshlo 7 Wood 10	
D-114	03/29/2000	Inacom Payments Under Sixth Amendment	ICN 15843 – 15844 Oshlo 13	

Id. #	Doc. Date	Description	Reference	Objection
D-115	03/31/2000	Inacom Corp. Simple Balance Sheet as of 03/31/00	ICN 22655 – 22676, 024494-024502, 024504-024515 Dugan 2 Samuelson 5	
D-116		Deleted		
D-117	03/31/2000	Fifth Amendment and Waiver	DE 001601 – 001611 DE 010719 - 010730 Oshlo 19 Wood 24	
D-118	03/31/2000	Inacom Loan History	DE 011211 Wood 13	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-119	03/31/2000	Letter to J. Stuart of DB from R. Oshlo re Meeting regarding Inacom developments	DB 012557 – 012558 Wood 16	
D-120		Deleted		
D-121		Deleted		
D-122	04/04/2000	Memo to Tom from Dick re HP Agreement	Inacom-003257 Oshlo 14	
D-123		Deleted		
D-124	04/11/2000	N. L. Murray e-mail with attachments	INACOM 023470 - 23484	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-125		Deleted		
D-126		Deleted		
D-127	04/14/2000	Sixth Amendment and Waiver	DE 010820 – 010833 Oshlo 20 Wood 25	
D-128	04/17/2000	E-mail from G. Shefrin to M. Cheever re Usage and availability under \$225M Revolver	DE 012332 Wood 12	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402

Id. #	Doc. Date	Description	Reference	Objection
D-129	04/18/2000	Inacom News Articles	INACOM 037538, 038050- 038057 Gagliardi 13	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-130	04/18/2000	Inacom Consolidating Balance Sheet As of March 31, 2000	00412 – 00455	
D-131	04/22/2000	Borrowing Base Certificate	DE 000559 – 000562 Oshlo 8 Wood 11	
D-132	04/22/2000	Inacom Corp. and Subsidiaries Financial Statements	ICN 00484 - 00487	
D-133		Deleted		
D-134		Deleted		
D-135		Deleted		
D-136	04/27/2000	Letter to Inacom T. Fitzpatrick from C. Anderson re improper payment on collections into Inacom's account	DE 000541 Gagliardi 4 Wood 18	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-137	04/27/2000	Inacom – Running is everything Bank Presentation	DE 004400 – 004414 Gagliardi 7	
D-138	04/28/2000	Form Notice of Borrowing	DE 000702 – 000703 Oshlo 21	
D-139		Deleted		
D-140		Deleted		
D-141		Deleted		
D-142	05/01/2000	Compaq correspondence to Fitzpatrick Re: Revolving Credit Facility Commitment Letter	CPQ/BG 0001073	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-143	05/01/2000	Letter to C. Anderson from R. Wood re allegations made by Compaq	DE 000542 Wood 19	Irrelevant. F.R.E. 401, 402
D-144	05/01/2000	Inacom Compensation Committee	ICN 01527 – 01536 Gagliardi 12	Irrelevant. F.R.E. 401, 402
D-145	05/02/2000	R. Wood e-mail to A. Stewart Subject: Inacom Loan Payments with preliminary report	DE 012687 - 012690	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-146		Deleted		

Id. #	Doc. Date	Description	Reference	Objection
D-147	05/09/2000	Correspondence from Deutsche Bank to Gagliardi <i>May be limited offer or used for impeachment/rebuttal</i>	DE 010498 – 010499	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-148	05/10/2000	Treasury Released Checks by Date	FTI 000752 – 000755 Dugan 9 Horton 6 Oshlo 10 Pearson 1	
D-149		Deleted		
D-150	05/15/2000	Wavro/Compaq correspondence to Fitzpatrick Re: Revolving Credit Facility Commitment Letter	CPQ/BG 0001057 Gagliardi 5	Authenticity F.R.E. 901; Hearsay F.R.E. 802
D-151	05/24/2000	Waiver and Agreement	DE 001415 - 001431	Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-152	05/26/2000	Wood correspondence to Anderson regarding continuation of investigation	DE 002845	Authenticity F.R.E. 901; Hearsay F.R.E. 802 Irrelevant. F.R.E. 401, 402
D-153		Deleted		
D-154		Deleted		
D-155	06/06/2000	Notice of funds misdirected to Lockbox	DE 000106 Wood 21	Authenticity F.R.E. 901; Hearsay F.R.E. 802 Irrelevant. F.R.E. 401, 402
D-156	06/07/2000	Letter confirming misdirected funds have been properly deposited.	DE 000107 Wood 22	Authenticity F.R.E. 901; Hearsay F.R.E. 802 Irrelevant. F.R.E. 401, 402
D-157		Deleted		
D-158		Deleted		
D-159	06/19/2000	Affidavit of Thomas J. Fitzpatrick in Support of First Day Orders <i>May be limited offer or used for impeachment/rebuttal</i>		
D-160		Deleted		
D-161		Inacom Projected Financial	INACOM	

Id. #	Doc. Date	Description	Reference	Objection
		Statements Proforma Transaction – Balance Sheet, printed 6/23/00,	040606 – 040608	
D-162		Deleted		
D-163	08/09/2000	U.S. Bankruptcy Court; In re: Inacom Corp.; Monthly Operating Report – June 2000 Reporting Period	02106 – 02116 Kirkorian 3	
D-164	08/17/2000	U.S. Bankruptcy Court; In re: Inacom Corp.; Monthly Operating Report – July 2000 Reporting Period	03006 – 03029 Kirkorian 4	
D-165		Deleted		
D-166	09/19/2000	U.S. Bankruptcy Court; In re: Inacom Corp.; Monthly Operating Report – August 2000 Reporting Period	03117 – 03126 Kirkorian 5	
D-167	10/01/2000	U.S. Bankruptcy Court; In re: Inacom Corp.; Monthly Operating Report – September 2000 Reporting Period	03261 – 03270 Kirkorian 6	
D-168		Deleted		
D-169		Deleted		
D-170		Deleted		
D-171		Deleted		
D-172	08/17/2001	Response of Inacom Corp. to the Compaq Entities' First Set of Interrogatories to Defendants		Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-173		Deleted		
D-174	02/04/2002	Response of Inacom Corp. to the Compaq Entities' Second Set of Interrogatories to Defendants		Authenticity F.R.E. 901; Hearsay F.R.E. 802; Irrelevant F.R.E. 401, 402
D-175	03/02/2002	Mini-script of T. Fitzpatrick 03/02/02 deposition previously marked as Krikorian 10 with attached Ex. #'s 66, 25, and 30. <i>May be limited offer or used for impeachment/rebuttal</i>	Fitzpatrick 10 Krikorian 10	Authenticity. F.R.E. 901; Incompleteness of document F.R.E. 1001
D-176		Deleted		
D-177		Deleted		
D-178	08/19/2002	Settlement Agreement between Dell and Inacom		Irrelevant. F.R.E. 401, 402
D-179		Deleted		

Id. #	Doc. Date	Description	Reference	Objection
D-180	09/13/2002	Dell/Inacom Invoice and Payment Chart for 1998, 1999 and 2000		Irrelevant. F.R.E. 401, 402
D-181	01/31/2003	Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code With Respect to Joint Plan of Liquidation <i>May be limited offer or used for impeachment/rebuttal</i>	Fitzpatrick 21	
D-182		Deleted		
D-183		Deleted		
D-184		Deleted		
D-185	03/31/2005	Horton emails and attachments	00001 – 00086 00001-00033 Horton 7 Horton 8	Authenticity F.R.E. 901; Hearsay F.R.E. 802 Irrelevant. F.R.E. 401, 402
D-186		Deleted		
D-187	05/26/2005	Letter to C. Anderson re investigation	DE 002845 Wood 23	Authenticity F.R.E. 901; Hearsay F.R.E. 802 Irrelevant. F.R.E. 401, 402
D-188		Deleted		
D-189		Deleted		
D-190	04/28/2005	John LaRocca Expert Report		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-191		LaRocca Work Paper		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-192		Lason, Inc. Frequency Analysis Before the Preference Period Pgs. 1 - 3		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.

Id. #	Doc. Date	Description	Reference	Objection
D-193		Lason, Inc. Frequency Analysis During the Preference Period Pg. 1		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-194		Lason, Inc. Payments Made Before the Preference Period Pgs. 1 – 17		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-195		Lason, Inc. Payments Made During the Preference Period Pgs. 1 – 5		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-196		Lason, Inc. Ordinary Course Preference Analysis Pg. 1		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-197		Jacom Computer Services, Inc. Frequency Analysis Before the Preference Period Pgs. 1 - 4		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-198		Jacom Computer Services, Inc. Frequency Analysis During the Preference Period Pgs. 1 - 3		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-199		Jacom Computer Services, Inc. Payments Made Before the Preference Period Pgs. 1 - 67		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.

Id. #	Doc. Date	Description	Reference	Objection
D-200		Jacom Computer Services, Inc. Payments Made During the Preference Period Pgs. 1 - 10		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-201		Jacom Computer Services, Inc. Ordinary Course Preference Analysis – 05/06/04		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-202		Jacom Computer Services, Inc. Ordinary Course Preference Analysis – 10/13/04		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-203	04/28/2005	Stephen Thomas' Expert Report		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-204		MicroAge Pre-Preference Period Analysis		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-205		MicroAge Preference Period Analysis		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-206		Inacom Payments Made Before the Preference Period – Pgs. 1 - 548		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.

Id. #	Doc. Date	Description	Reference	Objection
D-207		Inacom Payments Made During the Preference Period – Pgs. 1 - 22		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-208		Inacom Frequency Analysis Before the Preference Period Pgs. 1 – 6		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-209		Inacom Frequency Analysis During the Preference Period Pgs. 1 – 2		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-210		Inacom Ordinary Course Preference Analysis Pgs. 1 - 2		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-211		Inacom Total “Unordinary” Invoices Paid during Preference Period Via Check		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-212		Inacom Computation of “Unordinary” Portion of Preference Payments Via Check		Irrelevant. F.R.E. 401, 402. Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in limine.
D-213		Inacom Potential Paid New Value		Irrelevant. F.R.E. 401, 402.
D-214	05/02/2005	Duff & Phelps, LLC Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis		
D-215		Deleted		
D-216	06/21/2005	Inacom Supplemental Report by Sasco Hill Advisors, Inc.		

Id. #	Doc. Date	Description	Reference	Objection
D-217	07/05/2005	Duff & Phelps LLC Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-218		"Inacom Corp Aggregate Equity Value as of April 22, 2000 (\$ in thousands)" on p. 4 from July 5, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis (With All Bridge Changes).		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-219		Inacom Corp. Historical Revenues (in millions) & Margins" on p. 9 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-220		"Historical Service Business Gross Margins" p. 10 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-221		"Inacom Corp. Historical Profitability (in millions)" p. 11 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-222		"Information Technology Spending Worldwide (millions of dollars) p. 12 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-223		"Inacom Corp. Discounted Cash Flow Analysis (\$ in millions" p. 24 from July 5, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis (With All Bridge Changes) (without handwriting).		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-224		"Inacom Corp. Comparable Company Analysis April 22, 2000" p. 26 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-225		"Inacom Corp. Comparable Company Analysis April 22, 2000" p. 27 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		

Id. #	Doc. Date	Description	Reference	Objection
D-226		"Inacom Corp. Projected Normalized EBITDA (\$ in millions)" p. 30 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-227		"Method 1: Revenues based on the Company's 1999 Service Revenues (\$ in millions)" p. 31 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-228		"Method 2: Revenues based on the Company's 2000 and 2001 Projections (\$ in millions)" p. 32 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-229		"Method 3: Based on the Company's results for the 4-week period ending 4/22/00 + Compaq Contracted Sales" p. 33 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-230		"Inacom Corp. Comparable Company Analysis as of April 22, 2000 (\$ in thousands)" p. 34 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-231		"Information Technology M&A Activity (\$ in millions)" p. 36 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-232		"Inacom Corp. Transaction Analysis as of April 22, 2000 (\$ in thousands)" p. 37 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		

Id. #	Doc. Date	Description	Reference	Objection
D-233		"Inacom Corp. Enterprise Value Conclusion as of April 22, 2000 (in thousands)" p. 38 from July 5, 2005 Duff & Phelps LLC/Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis (With all Bridge Changes).		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-234		"Inacom Corp. Aggregate Equity Value as of April 22, 2000 (\$ in thousands)" p. 39 from July 5, 2005 Duff & Phelps LLC/Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis (With all Bridge Changes).		
D-235		"Changes in Working Capital (Accounts Receivable) (\$ in millions)" (without handwriting) p. 42 from July 5, 2005 Duff & Phelps LLC/Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis (With all Bridge Changes).		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-236		"Changes in Working Capital (Account Payable and Debt) (\$ in millions)" (without handwriting) p. 44 from July 5, 2005 Duff & Phelps LLC/Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis (With all Bridge Changes).		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-237		"Inacom Corp. and Subsidiaries Comparative Consolidated Balance Sheet Provided by the Company April 22, 2000 (In 000s)" p. 46 from July 5, 2005 Duff & Phelps LLC/Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis (With all Bridge Changes).		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-238		"Inacom Corp. and Subsidiaries Comparative Consolidated Balance Sheet With Adjustments To Debt & Equity April 22, 2000 (In 000s)" p. 47 from July 5, 2005 Duff & Phelps LLC/Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis (With all Bridge Changes).		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.

Id. #	Doc. Date	Description	Reference	Objection
D-239		"Inacom Corp. and Subsidiaries Fair Market Value Consolidated Balance Sheet April 22, 2000 (In 000s)" p. 48 from July 5, 2005 Duff & Phelps LLC/Sasco Hill Advisors, Inc. Inacom Corp. Valuation Analysis (With all Bridge Changes).		Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-240		"Inacom Corp. and Subsidiaries Comparative Consolidated Statement of Income – Restated Years Ended December 31, 1996 – 1999 (In 000s)" p. A-1 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-241		"Inacom Corp. and Subsidiaries Comparative Consolidated Margin Analysis – Restated Years Ended December 31, 1996 – 1999" p. A-2 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-242		"Inacom Corp. and Subsidiaries Comparative Consolidated Statement of Income Years Ended December 31, 1996 – 1999 (In 000s)" p. A-3 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-243		"Inacom Corp. and Subsidiaries Comparative Consolidated Margin Analysis Years Ended December 31, 1996 – 1999" p. A-4 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-244		"Inacom Corp. and Subsidiaries Comparative Consolidated Balance Sheet December 31, 1996 – 1999 (In 000s)" p. A-5 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		

Id. #	Doc. Date	Description	Reference	Objection
D-245		"Inacom Corp. and Subsidiaries Comparative Consolidated Cash Flow Statement Years Ended December 31, 1996 – 1999 (In 000s)" p. A-6 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-246		"Inacom Corp. Projected Financial Results Fiscal Years April 22, 2000 to December 31, 2000 and Years Ending December, 2001 – 2009 (in \$ millions)" p. B-1 from Inacom Supplemental Report By Sasco Hill Advisors, Inc. June 21, 2005.		
D-247		"Inacom Corp. Projected Financial Results Fiscal Years April 22, 2000 to December 31, 2000 and Years Ending December, 2001 – 2009 (in \$ millions)" p. B-2 from Inacom Supplemental Report By Sasco Hill Advisors, Inc. June 21, 2005.		
D-248		"Inacom Corp. Projected Financial Results Fiscal Years April 22, 2000 to December 31, 2000 and Years Ending December, 2001 – 2009 (in \$ millions)" p. B-3 from Inacom Supplemental Report By Sasco Hill Advisors, Inc. June 21, 2005.		
D-249		"Inacom Corp. Projected Financial Results Fiscal Years April 22, 2000 to December 31, 2000 and Years Ending December, 2001 – 2009 (in \$ millions)" p. B-4 from Inacom Supplemental Report By Sasco Hill Advisors, Inc. June 21, 2005.		
D-250		"Inacom Corp. Comparable Public Company Analysis" pp. C-1 – C-11 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-251		"Inacom Corp. – Service Business Overview" p. D-1 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		

Id. #	Doc. Date	Description	Reference	Objection
D-252		"Comparable Company Analysis" pp. D-2 – D-9 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-253		"Inacom Corp. Common Sized Income Statement For Comps Fiscal Years Ended December 31, 1999" p. E-1 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-254		"Inacom Corp. Common Sized Balance Sheet For Comps Fiscal Years Ended December 31, 1999" p. E-2 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-255		"Inacom Corp. Balance Sheet As a Percentage of Sales For Comps Fiscal Years Ended December 31, 1999" p. E-3 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-256		"Inacom Corp. Common Sized Income Statement For Comps Fiscal Years Ended December 31, 1998" p. E-4 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-257		"Inacom Corp. Common Sized Balance Sheet For Comps Fiscal Years Ended December 31, 1998" p. E-5 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-258		"Inacom Corp. Balance Sheet As a Percentage of Sales For Comps Fiscal Years Ended December 31, 1998" p. E-6 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		

Id. #	Doc. Date	Description	Reference	Objection
D-259		"Inacom Corp. And Subsidiaries Comparative Consolidated Balance Sheet April 22, 2000 and March 25, 2000 (In 000s)" p. F-1 from May 2, 2005, Duff & Phelps, LLC/Sasco Hill Advisors, Inc. Valuation Analysis.		
D-260		Standard & Poor's Industry Surveys, Computers: Commercial Services, December 16, 1999.		Authenticity. F.R.E. 901. Hearsay, F.R.E. 802. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Irrelevant. F.R.E. 401, 402
D-261		Delete		
D-262		Slides sent by Inacom Corp, 1/03/00: Transaction Overview, Inacom Pre-Transaction, Post-Transaction, Compaq Fulfillment Agreement, Compaq Service Agreement, Inacom Highlights, Management Team, Highlights, Inacom Projected Financial Statements Balance Sheet, Inacom Projected Financial Statements Income Statement, Inacom Revenue Projections, Inacom Projected Financial Statements Balance Sheet*, Inacom Projected Financial Statements Cash Flow Statement, Changes to Bank Facility, Bates number 016391 – 16405		
D-263		Prudential Information Technology Services: Monthly Update dtd 1/1/99	HL01584 – HL01629	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402. Hearsay F.R.E. 802
D-264		DLJ Technology Services Research dtd 2/26/99	HL01732 – HL01781	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-265		Prudential Information Technology Services: Monthly Update dtd 3/1/99	HL01630 – HL01649	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802

Id. #	Doc. Date	Description	Reference	Objection
D-266		Prudential Information Technology Services: Weekly Update dtd 3/15/99	HL01684 – HL01687	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-267		Hambrecht & Quist Technology Research Report: Inacom dtd 6/30/99	HL01782 – HL01794	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-268		CSFB Desk Notes: Inacom dtd 8/31/99	HL01795 – HL01804	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-269		Hambrecht & Quist ICO: Y2K-Related Slowing to Moderate Sales and Earnings in Next Two Quarters dtd 10/28/99	HL01142 – HL01144	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-270		Hambrecht & Quist ICO: New Management, New Strategy and Restructuring dtd 12/15/99	HL01133 – HL01139	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-271		PainWebber PC Outlook: January 2000 dtd 1/10/2000	HL01258 – HL01440	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-272		Prudential PC Hardware/Enterprise/PC Channel/Data Storage dtd 2/8/2000	HL01178 – HL01255	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-273		Dataquest Corporate Strategy and Objectives dtd 8/2/99	HL01829 – HL01849	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-274		Advest, Inc. ICO: Becoming a Service Company dtd 1/6/2000	HL01170 – HL 01172	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402 Hearsay F.R.E. 802
D-275		Risk Management Association of Lending and Credit Risk Professionals “Annual Statement Studies for 1999-2000 for companies with SIC 7371 and SIC 8383		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Irrelevant. F.R.E. 401, 402. Hearsay F.R.E. 802

Id. #	Doc. Date	Description	Reference	Objection
D-276		Risk Management Association Annual Statement Studies: 2000- 2001 and 1999-2000		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Irrelevant. F.R.E. 401, 402. Hearsay F.R.E. 802
D-277		John T. Frasca Resume	Frasca 8	
D-278		Stephen Thomas Curriculum Vitae	Thomas Report	Irrelevant. F.R.E. 401, 402; Failure to disclose witness. F.R.E. 403, F.R.C.P. 26, 33. Motion in Limine.
D-279		Richard Whalen, Curriculum Vitae		
D-280		Jason Fensterstock, Curriculum Vitae		
D-281		Fact Set Mergerstat – Deal Synopsis and Business Descriptions Deal ID” 47646MM. Deal Data: Mergerstat 08/12/2005		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-282		Compilation of Statistics for SIC Code 737, Statistics for SIC Code 7371, 7372, 7373, 7374 Ibbotson Associates. Cost of Capital Yearbook Quarterly Supplement December 2000 and 2004		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-283		InaCom Corp COMPARABLE PUBLIC COMPANY ANALYSIS Selections Based on Business Descriptions April 22, 2000 Pgs. 1- 3		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-284		Comparable Company Analysis Business Descriptions Pgs. 1 – 2		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802

Id. #	Doc. Date	Description	Reference	Objection
D-285		Inacom Corp. Comparable Company Analysis Pgs. 1 – 12		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-286		Inacom - Report's Comparable Transactions and Inacom Report's Comparable Companies. Pgs. 1 – 2		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-287		Individual Companies Income Statement – Annual Pgs. 1-36		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-288		Business Description InaComp Corp. Source: Compustat 04/07/2005		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-289		Industry Premiums – <i>Industry Analysis</i> (W-1)		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-290		Industry Premiums – <i>Industry Analysis</i> www.mergerstat.com (79)		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-291		FactSet Mergerstat – Premium Report Deal Data Mergerstat. 04/13/2005		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802

Id. #	Doc. Date	Description	Reference	Objection
D-292		Industry Spotlights – <i>Industry Analysis</i> www.mergerstat.com (65)		Authenticity. F.R.E. 901. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33. Hearsay F.R.E. 802
D-293		InaCom Corp. Consolidated Balance Sheet Apr -00		
D-294		InaCom Corp. Consolidated Balance Sheet Mar -00		
D-295		InaCom Corp. Consolidated Balance Sheet Feb -00		
D-296		InaCom Corp. Consolidated Balance Sheet Jan -00		
D-297		InaCom Corp. Consolidated Balance Sheet Dec -99		
D-298		Inacom Corporation Comparative Summary Balance Sheet, Common Size Balance Sheet (% of Total Assets) and Comparative Summary Income Statement,	HL 00080 – 00082	
D-299		CSFB Inacom: Strong Buy dtd 10/28/99	HL01146 – HL01152	Authenticity. F.R.E. 901. Irrelevant. F.R.E. 401, 402. Hearsay F.R.E. 802
D-300		8K Mar 00 Compaq Computer Corporation, Exhibit 1 Forecasts of Estimate Revenue by Services Categories	00160 - 00161	Irrelevant. F.R.E. 401, 402. Hearsay F.R.E. 802
D-301		NCL Accounts Receivable Trial Balance Report (All Invoices)	IE 0023-39	Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402
D-302		NCL Accounts Receivable Aged Invoice Report (All Open Invoices – Aged As of: 12/31/99)	IE 0040-42	Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402
D-303	4/3/2000	NCL-Broker Aged AR – Detail by Days Past Due	IE 0043-47	Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402
D-304		Collection of checks, invoices and deposit reports for payments by Inacom to NCL	IE 0048-511	Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant F.R.E. 401, 402

Id. #	Doc. Date	Description	Reference	Objection
D-305		NCL Inacom Invoice Payment Detail	IE 0512-518	Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402
D-306		Collection of NCL Accounts Receivable and Accounts Payable Aging Reports (February 1999 through April 2000)	IE 0519-550	Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402
D-307	12/17/1999	NCL Board Meeting Presentation	IE 0551- 0564	Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402
D-308		Nashville Data Check Processing Span (Days)		Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402. Failure to disclose document. F.R.E. 403, F.R.C.P. 26, 33.
D-309		Tables and Charts prepared by Steve Gadsey summarizing payment history of Inacom to NCL before and during preference period		Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402
D-310	02/17/2000	Francis letter to Tech Data Corp. re: Compaq subsidiary Custom Edge, Inc.	Francis __ Frasca __ Wells __	Irrelevant. F.R.E. 401, 402. Hearsay F.R.E. 802. Motion in limine
D-311	02/03/2000	John Frasca email to Tech Data Corp. re: Inacom's January 2000 SEC Form 8-K and attachments	Francis __ Frasca __ Wells __ Kerkman __	Irrelevant. Hearsay F.R.E. 802. F.R.E. 401, 402. motion in limine
D-312		Tech Data internal ANM account notes and emails		Irrelevant. F.R.E. 401, 402. motion in limine.
D-313	02/15/00	Letter from William Schuette to Dick Oshlo		Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Authenticity, F.R.E. 901. Hearsay F.R.E. 802. Irrelevant. F.R.E. 401, 402
D-314	02/16/00	Letter from William Francis to Misty Atchinson		Irrelevant. F.R.E. 401, 402. Hearsay F.R.E. 802

TAB 5

PLAINTIFF'S LIST OF PERCIPIENT WITNESSES

WITNESS	NATURE OF OBJECTION (IF ANY)
Elaine Agee (WILL CALL)	
Michael Newsom (WILL CALL)	
Tom Fitzpatrick (WILL CALL)	
Richard Oshlo (MAY CALL)	
Laz Krikorian (WILL CALL)	
Jay Samuelson (MAY CALL)	
John Frasca (MAY CALL)	
John Frasca (MAY CALL)	Objection, cumulative. FRE 403.
Leon Kerkman (MAY CALL)	
Scott Similink (MAY CALL)	
Gerald Gagliardi (MAY CALL)	
John Dugan (MAY CALL)	
William Francis (MAY CALL)	
Robert Wood (MAY CALL)	
Nancy Pearson (MAY CALL)	
Susan Willets (MAY CALL)	
Ben Wells (MAY CALL)	
Steve Gadsey (MAY CALL)	

Dave Lemon (MAY CALL)	
Neil Gilmour (MAY CALL)	
Phil Garzolie (MAY CALL)	
Jason Willets (MAY CALL)	
Brenda Hubble (MAY CALL)	

TAB 6

DEFENDANT'S LIST OF PERCIPIENT WITNESSES

WITNESS	NATURE OF OBJECTION(IF ANY)
Mr. Mike Ward (will call)	
Mr. Mike Zava (will call)	
Mr. Stephen Gadsey (may call)	<p>Objection – the witness, an Ingram Entertainment employee, lacks personal knowledge as to any fact that is of consequence to the determination of this actions (F.R.E. 401, 402, 602), and was never identified by Defendant as a potential witness in disclosures or discovery or designated by Defendant as an expert witness. (Fed. R. Civ. P. 26 & 33.) See Motion in Limine.</p>
Mr. Michael Keller (will call)	<p>Objection – the witness, a Dell employee, lacks personal knowledge as to any fact that is of consequence to the determination of this actions (F.R.E. 401, 402, 602), and was never identified by Defendant as a potential witness in disclosures or discovery or designated by Defendant as an expert witness. (Fed. R. Civ. P. 26 & 33.) See Motion in Limine.</p>
Mr. Major Horton (may call)	<p>Objection – the witness, a Dell employee, lacks personal knowledge as to any fact that is of consequence to the determination of this actions (F.R.E. 401, 402, 602), and was never identified by Defendant as a potential witness in disclosures or discovery or designated by Defendant as an expert witness. (Fed. R. Civ. P. 26 & 33.) See Motion in Limine.</p>
Mr. Steve Thomas (may call)	<p>Objection – the witness, an expert witness disclosed in the Dell action, lacks personal knowledge as to any fact that is of consequence to the determination of this actions (F.R.E. 401, 402, 602), is not qualified to provide expert testimony on any issue of consequence to the determination of this action (F.R.E. 702), and was never</p>

identified by Defendant as a potential witness in disclosures or discovery or designated by Defendant as an expert witness. (Fed. R. Civ. P. 26 & 33.) See Motion in Limine.

Mr. Kevin Sarkeisan (may call)

Objection – the witness, a Lexmark employee, lacks personal knowledge as to any fact that is of consequence to the determination of this actions (F.R.E. 401, 402, 602), and was never identified by Defendant as a potential witness in disclosures or discovery or designated by Defendant as an expert witness. (Fed. R. Civ. P. 26 & 33.) See Motion in Limine.

Ms. Elaine Agee (may call)

Mr. Thomas Fitzpatrick (may call)

Mr. Lazarus Krikorian (may call)

Mr. Richard Oshlo (may call)

Mr. Gerald Gagliardi (may call)

Mr. Ben Wells (may call)

Any other percipient witness who appears at trial on Plaintiff's behalf (may Call)

TAB 7
PLAINTIFF'S EXPERT WITNESSES

WITNESS	NATURE OF OBJECTION (IF ANY)
Dean Vomero	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702, Irrelevant, cumulative evidence, FRE 402, 403
Frank X. Devine	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702, Irrelevant, cumulative evidence, FRE 402, 403
Stuart A. Gollin	Unqualified expert opinion based on unreliable principles and methods. FRE 403, 702, Irrelevant, cumulative evidence, FRE 402, 403, Not identified as expert witness against Tech Data, Fed.R.Civ.P. 26.
Any expert designated by Defendant	

TAB 8

DEFENDANT'S EXPERT WITNESSES

WITNESS	NATURE OF OBJECTION(IF ANY)
Mr. Jason Fensterstock (will call	
Mr. Richard Whalen (will call	
	Objection – the witness, identified on the issue of insolvency, has no opinions to offer that are different or additional to those of Jason Fensterstock, designated as an expert on the same issue (F.R.E. 403). See Motion in Limine.
InaCom's expert witnesses (to the extent such witnesses are permitted to offer testimony in this matter, may call)	
Hewlett-Packard Company's expert witnesses (to the extent such witnesses are permitted to offer testimony in this matter may call)	

TAB 9

INACOM'S DEPOSITION DESIGNATIONS

Plaintiff makes the following deposition transcript designations. Plaintiff reserves the right to make additional designations for witnesses identified by Defendant as "Will Call" who do not appear for live testimony at trial. Plaintiff reserves the right to make counter-designations to Defendant's designations, and also reserves the right to use any transcript for rebuttal, impeachment or other purposes permitted by the Federal Rules of Civil Procedure.

INACOM: DEPOSITION TESTIMONY TO BE READ AT TRIAL

Witness: **William Francis**

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INACOM V: DEPOSITION TESTIMONY TO BE READ AT TRIAL**Witness: Gerald Gagliardi****Deposition Taken: April 6, 2005**

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Deposition of Michael Ward

Pg -Lines	95; 6-21
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INACOM V. DEPOSITION TESTIMONY TO BE READ AT TRIAL

Witness: Jay Samuelson
 Deposition Taken: March 25, 2005

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INACOM: DEPOSITION TESTIMONY TO BE READ AT TRIAL

Witness: **Robert Wood**

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INACOM: DEPOSITION TESTIMONY TO BE READ AT TRIAL**Witness: Michael Zava**

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Deposition of Nancy R. Pearson:**Deposition Taken: March 25, 2005**

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Deposition of Karen Wallingford:**Deposition Taken: March 22, 2005**

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INACOM : DEPOSITION TESTIMONY TO BE READ AT TRIAL

Witness: John Alan Dugan
Deposition Taken: March 23, 2005

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[illegible]

1. Counter Designations to any designation made by Defendant.
2. Inacom reserves the right to designate deposition testimony for any witness identified by Defendant herein that Defendant does not call for live testimony at trial.
3. Inacom reserves the right to offer deposition testimony to rebut the testimony offered at trial by any witness called by Defendant.

DEFENDANT'S OBJECTIONS TO PLAINTIFF'S DESIGNATIONS

1. Defendant objects to Plaintiff's designation of any deposition transcript for any witness that Plaintiff has designated as "Will Call," and which Plaintiff has therefore represented will be available to provide live testimony during trial. *See* Fed. R. Civ. P. 32 (a).
2. Defendant reasserts any and all objections raised by counsel for Ingram Entertainment, Lexmark International, Tech Data Corporation, Dell, Inc., or any other defendant, on the record and in response to a question asked by Plaintiff's counsel.
3. Defendant objects to the designation of any portion of a transcript that includes an objection or colloquy by Plaintiff's counsel in response to a question asked by counsel for Ingram Entertainment, Lexmark International, Tech Data Corporation, Dell, Inc., or any other defendant, when Plaintiff has itself now designated the question and witness's testimony. For example, in several instances, Plaintiff has designated testimony from a witness in response to a question asked by Defendant's counsel. During the deposition, Plaintiff's counsel interposed an objection or made a statement on the record in response to that question. Yet, Plaintiff now designates the question and answer for reading into evidence. By designating these questions and answers, Plaintiff has waived the previous objections, which should not be read into evidence along with the testimony. *See, e.g.,* Plaintiff's designation of waived objections in portions of the Samuelson transcript at 24:22 – 25:2; 25:7 – 25:10; 32:14-18; 33:12; 37:18-19; 42:12-15; 67:17-18; 68:3-5; and 75:6-8.
4. Defendant retains the right to require Plaintiff to offer into evidence any part of any transcript designated by Plaintiff which ought in fairness be considered by the trier of fact. Defendant further retains the right to offer any other part of any transcript designated by Plaintiff. Fed. R. Civ. P. 32(a)(4).
5. Defendant reserves the right to object at the trial or hearing to the receipt in evidence of any deposition or part thereof for any reason which would require the exclusion of the evidence if the witness were then present and testifying. Fed. R.

Civ. P. 32(b).

TAB 10

DEFENDANT'S DEPOSITION DESIGNATIONS

Defendant and Third Party Plaintiff Tech Data Corporation respectfully submits the following deposition record excerpts in further support of its Answer and Affirmative Defenses to the First Amended Complaint of Plaintiff Inacom Corp., etc. and its Third Party Complaint against Hewlett-Packard Company, et al. In addition to the page/line designations set forth, Tech Data Corporation also respectfully states the following:

(i) Tech Data reserves the right to make any counter designations to any designations made by Inacom or by the Hewlett-Packard Company, pursuant to Federal Rule of Civil Procedure 32(a)(4);

(ii) Tech Data reserves the right to designate depositions or portions thereof of any witness identified by Inacom or Hewlett-Packard Company in its respective Pre-Trial Order as a "will call" witness that Inacom does not actually call for live testimony at trial;

(iii) Tech Data reserves the right to offer deposition testimony to rebut the testimony offered at trial by any witness(es) called by Inacom or Hewlett-Packard Company or for impeachment purposes; and

(iv) Tech Data reserves the right to further supplement or seek leave of Court to further supplement this designation prior to the entry of the Pre-Trial Order by the Court.

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TAB 11

PLAINTIFF'S MOTIONS IN LIMINE

Motions in limine filed by Plaintiff in connection with the parties' Pretrial Order:

1. PLAINTIFF'S MOTION IN LIMINE TO EXCLUDE CUMULATIVE
EXPERT TESTIMONY RE INSOLVENCY
2. PLAINTIFF'S MOTION IN LIMINE TO EXCLUDE EVIDENCE RE
DEFENDANT'S ARGUMENTS UNDER 547(B)(2) and (5)
3. PLAINTIFF'S MOTION IN LIMINE TO EXCLUDE WITNESSES NOT
PREVIOUSLY DISCLOSED OR IDENTIFIED IN DISCOVERY

TAB 12

DEFENDANT'S MOTIONS *IN LIMINE*

Defendant is not filing any motions *in limine*.

Defendant is separately filing a motion in aid of litigant's rights seeking remedies for prejudice to Defendant resulting from the Plaintiff's late production of certain documents and discovery materials that defendant may seek to rely upon at trial.